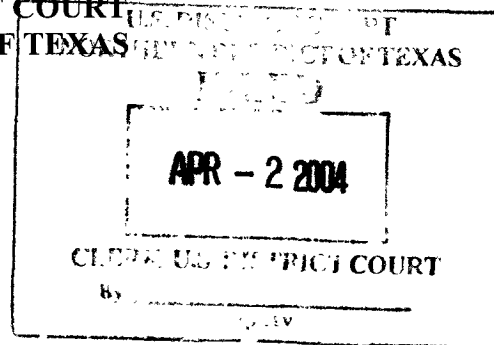


IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
AMARILLO DIVISION



PERRYTON RADIO, INC.,
a Texas Corporation,

Plaintiff,

VS.

AMERICAN TOWERS, INC., a
Delaware corporation, doing business as
AMERICAN TEXAS TOWERS, INC., et al.

Defendants,

CIVIL ACTION NO. 2-03CV-0297J

AMERICAN TOWERS, INC., a
Delaware corporation, doing business as
AMERICAN TEXAS TOWERS, INC.,

Defendant and Counter-Plaintiff,

VS.

PERRYTON RADIO, INC.,
a Texas Corporation,

Plaintiff and Counter-Defendant.

AGREED ORDER OF DISMISSAL WITH PREJUDICE

On this day came to be heard the Agreed Order of Dismissal, filed jointly by PERRYTON RADIO, INC., Plaintiff and Counter-Defendant in this action, and AMERICAN TOWERS, INC., Defendant and Counter-Plaintiff in this action, seeking dismissal of all claims and counter-claims in this action, with prejudice. The Court finds that all matters in dispute between the parties have been fully and finally compromised and settled.

AGREED ORDER OF DISMISSAL
WITH PREJUDICE

IT IS THEREFORE ORDERED, ADJUDGED AND DECREED that the above-captioned suit, including all claims, counterclaims, and compulsory counterclaims that were asserted or could have been asserted herein, is dismissed with prejudice.

IT IS FURTHER ORDERED that the parties bear their own court costs.

All relief not expressly granted herein is denied.

SIGNED this 2nd day of March, 2004.


JUDGE PRESIDING

APPROVED AND AGREED:

LEMON, SHEARER, PHILLIPS & GOOD, P.C.

By: 

Robert D. Lemon
State Bar No. 12197000
311 South Main
P.O. Box 1066
Perryton, Texas 79070
Telephone: (806) 435-6544
Facsimile: (806) 435-4377

ATTORNEY FOR PLAINTIFF

BROWN AND FORTUNATO, P.C.

By: 

Matthew H. Hand
State Bar No. 08819750
905 South Fillmore, Suite 400 (79101)
P.O. Box 9418
Amarillo, TX 79105-9418
Telephone: (806) 345-6300
Facsimile: (806) 345-6363

ATTORNEY FOR DEFENDANT

\\server2\documents\18\2561 001\Agreed Order of Dismissal wpd